

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

THE SHELDON ABEND REVOCABLE TRUST, :

Plaintiff, :

vs. :

STEVEN SPIELBERG; DW STUDIOS, LLC
(formerly known as DREAMWORKS, LLC);
PARAMOUNT PICTURES CORPORATION;
VIACOM, INC.; UNITED INTERNATIONAL
PICTURES, B.V.; PARAMOUNT HOME
ENTERTAINMENT, INC.; DREAMWORKS
HOME ENTERTAINMENT; MONTECITO
PICTURE COMPANY, LLC; COLD SPRING
PICTURES, LLC; UNIVERSAL PICTURES
INTERNATIONAL, GmbH, and DOES 1-10,

Defendants. :

Case No.: 08-CIV-7810 (LTS)(JCF)

SECOND AMENDED COMPLAINT
EXHIBIT LIST

No. EXHIBITS

- A Composite of Interviews
- B *Rear Window* story 1942 Copyright – Registration by Popular Publications
- C *Rear Window* story 1943 Copyright – Popular Publications Assignment to Woolrich
- D *Rear Window* story 1969 Copyright – Chase Copyright Renewal
- E *Rear Window* story 1972 Copyright – Chase Assignment to Abend
- F *Rear Window* story 2005 Probate Court Order
- G *Rear Window* story 2005 Copyright –Assignment to The Sheldon Abend Revocable Trust
- H Short Form License Agreement Registration
- I *Rear Window* Collector’s Edition DVD Jacket
- J *Disturbia* Actor Shia La Boeuf Interview (*The Times* nwi.com)
- K Promotional Posters and Stills for *Disturbia* & the *Rear Window* film

Exhibit A

Composite of Interviews

SHELDON ABEND REVOCABLE TRUST

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COLD SPRING PICTURES, LLC;
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and DOES 1-10

COMPOSITE OF MEDIA QUOTES REGARDING REAR WINDOW FILM

<u>Quotes</u>	<u>Author/ Media Source</u>
<p>1. “As the intense L.A. native's 21st birthday looms in June, he is helming his transformation from kiddie star to young leading man via <i>Disturbia</i>, DreamWorks' high-tech remake of the Hitchcock thriller <i>Rear Window</i>.”</p> <p>“Q. Any concerns on remaking a classic like <i>Rear Window</i>?</p> <p>LABEOUF: We did test screenings, 800 test screenings, and we asked everyone 25 and under, ‘Have you ever seen or heard of <i>Rear Window</i>? And 99.9 percent of people had not heard of <i>Rear Window</i>. Not even seen it, but not heard of it. So that's a pretty good figure for us!”</p> <p>“Q. How did this project come about?</p> <p>LABEOUF: The creation of this movie came from a conversation between (director) Caruso and (Steven) Spielberg. Caruso wanted to skew toward a young audience and Spielberg wanted to revamp <i>Rear Window</i>. The dilemma: How to do it without trying to redo Hitchcock and without dissing Hitchcock?”</p>	<p>Molly Woulfe <u>The Times nwi.com</u> <i>All grown up, Shia spouts off on ‘Disturbia’</i> http://nwitimes.com/articles/2007/04/13/entertainment/entertainment/docba2676756b1cf66b862572ba00642861.txt</p>
<p>2. “...Caruso set out to meld Cameron Crowe's heartfelt yet funny teen romance <i>Say Anything</i> with the tense thriller that is Alfred Hitchcock's classic <i>Rear Window</i>...”</p> <p>“When the original script by Christopher Landon was presented by DreamWorks Pictures to Caruso, it was more your typical teen movie. ‘The original script had the girl in the bikini, and her boobs were huge, and she had blonde hair,’ recalls Caruso, whose previous credits include <i>The Salton Sea</i>, <i>Taking Lives</i> and <i>Two for the Money</i>. ‘That wasn't interesting to me.’ The ending, which involved an evil twin, was also not to Caruso's liking.”</p> <p>“So with the encouragement of DreamWorks co-founder Steven Spielberg, Caruso assumed the task of rewriting the script with</p>	<p>Christine Champagne <u>Windows Version 2007</u> <i>Disturbia Blends Teen Desire & Suspense in Rear Window-esque thriller</i> http://www.filmjournal.com/filmjournal/search/article_display.jsp?vnu_content_id=1003556870</p>

<u>Quotes</u>	<u>Author/ Media Source</u>
<p>Carl Ellsworth. (Landon retains a screenwriter credit in addition to a 'story by' credit.) After four weeks of revisions, Caruso brought the reworked script back to DreamWorks, and the project was greenlit.”</p> <p>“The interior of the Craftsman house was replicated at Paramount, where the bulk of <i>Disturbia</i> was shot on Stage 19--the same stage where Hitchcock made <i>Rear Window</i>.”</p> <p>“Caruso, a big fan of Hitchcock's work, took inspiration from the rather remarkable concurrence.”</p> <p>“I didn't want to copy it or rip it off. I just wanted to admire it in a reverential way.” (Caruso)</p>	
<p>3. “It’s junior league <i>Rear Window</i>.”</p> <p>“‘I’ve seen <i>Rear Window</i> a few times,’ says <i>Disturbia</i> screenwriter Chris Landon. ‘But believe it or not, the inspiration behind this was actually Martha Stewart, not Alfred Hitchcock.’”</p> <p>“‘It’s obviously inspired by the idea of a guy being stuck inside the house,’ adds <i>Disturbia</i>’s director D.J. Caruso. ‘Even (executive producer) Steven Spielberg said, ‘Look we don’t want to remake the movie—that would be a disservice.’”</p> <p>“<i>Disturbia</i> was shot on the same Paramount soundstage Hitchcock used for <i>Rear Window</i>.”</p> <p>“‘Obviously, <i>Rear Window</i> was a big inspiration,’ Caruso acknowledges. ‘I embraced it instead of running away from it.’”</p>	<p>Bob Strauss <u>Los Angeles Daily News</u> <i>Looking Out the ‘Rear Window’</i>[*] http://nl.newsbank.com/nlsearch/we/archives?p_action=doc&p_docid=118716B35DDD1888&p_docnum=1&s_accountid=AC0108081419420723035&s_orderid=NB0108081419390106052&s_dlid=DL0108081419421623069&s_ecproduct=DOC&s_ecprodtype=&s_trackval=&s_siteloc=&s_referrer=&s_username=Clay&s_accountid=AC0108081419420723035&s_upgradeable=no</p>

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All grown up, Shia spouts off on 'Disturbia'

BY MOLLY WOULFE

Times Features Writer | Friday, April 13, 2007

Shia LaBeouf cut his acting teeth on Disney's "Even Stevens" series (2000-2003), and the role of quirky Sacramento teen Louis Stevens ("I am making a quality cucumber shake here!") whetted the 14-year-old's appetite for meatier fare. He won critical acclaim in his big-screen debut in "Holes" opposite Sigourney Weaver and Jon Voight (2003).

When his signature series ended in 2003, Shia -- his first name rhymes with "hiya" -- packed his Daytime Emmy and struck out for the reel world. His résumé includes "Charlie's Angles: Full Throttle," "I, Robot" and Disney's little-seen golf flick "The Greatest Game Ever Played."

As the intense L.A. native's 21st birthday looms in June, he is helming his transformation from kiddie star to young leading man via "Disturbia," DreamWorks' high-tech remake of the Hitchcock thriller "Rear Window."

Directed by D.J. Caruso, LaBeouf stars as Kale, 17, a troubled videogame junkie under house arrest for punching a teacher. Bored, Kale begins spying on his neighbors and soon suspects one (David Morse) is a serial killer. Hey, even killers have to live next to someone.

"Even Stevens" fans may be shocked, but their hero cusses, ogles women and tries to steer the girl next door (Sarah Roemer) into bed during the PG-13 thriller. Next on his plate: The sci-fi fantasy "Transformers."

The son of divorced ex-hippies -- his father is a former rodeo clown and recovering heroin addict, his mother, an ex-dancer -- LaBeouf was candid and outspoken in a recent chat with the Chicago press. The print on his shirt -- tiny bees carrying umbrellas -- summed up his let's-get-on-with-it attitude.

Q. Did you plan to make "Disturbia" to transition into more adult roles?

LABEOUF: There's a plan, but none of it's calculated as defined as "'Disturbia': You need to make something like that." It's never that defined.

There's "What have you not done yet? What are you scared to do? Let's do that." If you're not stretching yourself, there's no point to be doing this at all. I was fearful of making a thriller, a suspense thriller, especially one like this, where it's primarily me for most of the film. It's a lot of pressure. (Gleefully) But D.J. is a sick director. He'd never made a PG-13 and it felt like, "OK, This is kind of dangerous. This is fun. This is something I haven't done."

Q. What do you look for in a script?

LABEOUF: It's always the director. The screenplay is secondary for me. You can make a great story out of nothing if a movie's character-driven, someone like Dito Montiel (his director in "A

Guide to Recognizing Your Saints") -- If you have a director that's going to let you have freedom and let you be spontaneous and jump around, that's important. That's very important. And a good cinematographer.

Q. Any concerns on remaking a classic like "Rear Window?"

LABEOUF: We did test screenings, 800 test screenings, and we asked everyone 25 and under, "Have you ever seen or heard of 'Rear Window?'" And 99.9 percent of people had not heard of 'Rear Window.' Not even seen it, but not heard of it. So that's a pretty good figure for us!

Q. How did this project come about?

LABEOUF: The creation of this movie came from a conversation between (director) Caruso and (Steven) Spielberg. Caruso wanted to skew toward a young audience and Spielberg wanted to revamp "Rear Window." The dilemma: How to do it without trying to redo Hitchcock and without dissing Hitchcock? Critically, you're screwed at the point. Film lovers hate you, and immediately it's a negative situation. So they started taking a bunch of different movies and mixing it up and finding our own version of an old story.

Q. Such as?

LABEOUF: There's aspects of "Say Anything" in our movie, there's aspects of "Straw Dogs," there's aspects of "The Conversation" with all the technology and whatnot, things that "Rear Window" didn't have. We're like a real mish-mosh. He's a real D.J., Caruso.

Q. On breaking away from his squeaky clean Disney image:

LABEOUF: It's why I did something like "Project Greenlight." For me, the whole point of the show -- beyond the movie, beyond the show -- was an opportunity for me to curse as much as possible, to talk about smoking cigarettes, for me to age myself publicly. That was my goal.

Disney Channel is great and all but it's debilitating for an actor -- sort of tonally deaf. It's like it's zoned where it's just one tone, and as an actor, that's crippling. There's nowhere to go. It's like this one constant string of same.

Now again, where Disney was at when I started (on "Even Stevens") and where it's at now are just two different worlds. If you were to have a show on Disney now, you can really have a whole popped-out career. "Hannah Montana," you know? It's immediately the biggest thing for kids, or "High School Musical," where it's on the top of Billboard charts!

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<http://nwitimes.com/articles/2007/04/13/entertainment/entertainment/docba2676756b1cf66b862572ba00642861.txt>

March 12, 2007

Windows Version 2007

Disturbia Blends Teen Desire & Suspense in *Rear Window*-esque thriller

WINDOWS VERSION 2007

by Christine Champagne

Director D.J. Caruso would prefer if you didn't label his latest film, *Disturbia*, a psychological thriller. "I feel slightly disappointed when it gets categorized that way," he says. "It's more than just a psychological thriller."

In making the film, Caruso set out to meld Cameron Crowe's heartfelt yet funny teen romance *Say Anything* with the tense thriller that is Alfred Hitchcock's classic *Rear Window*, and he believes the mixture ultimately gels. In fact, the director, who had screened *Disturbia* twice with audiences at the time he spoke to *Film Journal International*, muses, "I'm a little shocked at how well the movie works. People are getting so scared in the last reel, but for 95 percent of this movie, they're caring about [the characters] in a non-thriller kind of way."

The Paramount Pictures release, which debuts at this year's ShoWest and hits theatres on April 13, centers on a suburban teenager, Kale (Shia LaBeouf), who falls into a funk after the death of his father. A violent incident at school leads to house arrest. As the monotonous days drag on, Kale ventures into voyeurism, training his binoculars on Ashley (Sarah Roemer), the gorgeous girl who just moved in next door, as well as another neighbor, Turner (David Morse), whose creepy behavior leads Kale to believe the man is a serial killer.

But could it be that Kale's imagination is running wild? While his unsuspecting mother Julie (Carrie-Anne Moss) is charmed by Turner, Kale sets out to prove this guy is up to no good with the help of his crush Ashley and his charmingly goofy pal Ronnie (Aaron Yoo).

With its tech-savvy trio of teens who rely on a host of gadgets to gather intelligence on Turner, and a rather sweet romance between Kale and Ashley, *Disturbia* is smarter than the average teen fare generated by Hollywood these days. But it took some work to get the film where Caruso wanted it to be. When the original script by Christopher Landon was presented by DreamWorks Pictures to Caruso, it was more your typical teen movie. "The original script had the girl in the bikini, and her boobs were huge, and she had blonde hair," recalls Caruso, whose previous credits include *The Salton Sea*, *Taking Lives* and *Two for the Money*. "That wasn't interesting to me." The ending, which involved an evil twin, was also not to Caruso's liking.

So with the encouragement of DreamWorks co-founder Steven Spielberg, Caruso assumed the task of rewriting the script with Carl Ellsworth. (Landon retains a screenwriter credit in addition to a "story by" credit.) After four weeks of revisions, Caruso brought the reworked script back to DreamWorks, and the project was greenlit.

Then came the audition process, during which Caruso was subjected to a parade of pretty boys for the role of Kale. "I can't tell you how many good-looking guys came in and read and the studio was like, 'We approve him! We approve him!'" Caruso says laughing.

But the director, who isn't big on pretty boys or pretty girls for that matter unless they show some real substance, wasn't sold on anyone until LaBeouf walked through the door. A veteran performer at the age of 20, the actor stars in director Michael Bay's upcoming *Transformers* and has had roles in films such as *Bobby*, *Holes* and *Constantine*, as well as the TV series "Even Stevens."

"I loved young John Cusack and young Sean Penn, and what I saw in Shia was a combination of

those guys," Caruso says. "He is endearing, and he becomes more and more attractive because he is intelligent and witty."

In Hollywood, the pretty boy all too often beats out the guy who is intelligent and witty for the lead role. But Caruso had a plan. "I didn't use Steven [Spielberg] a lot, but I sent Shia's audition tape to him and said, 'I love this guy,' because I was perhaps going to get some resistance," Caruso shares. "Steven saw it and came back later that afternoon and went, 'That's the guy.'" With Spielberg's seal of approval, Caruso had his lead.

A fan of Caruso's *The Salton Sea*, LaBeouf was eager to work with Caruso, and the experience lived up to his expectations. "He's an actors' director," LaBeouf attests. "He's completely conducive to the whole art form, and he lets you do what you need to do."

"If I am an actors' director," Caruso remarks, "it's probably because I am in awe of good actors, because it is something I would never be able to do."

Caruso thoroughly prepped his actors for their roles in *Disturbia* during a two-week rehearsal period. "It wasn't so much about reading the lines, which I think the actors found refreshing, but it was about building the foundation for their characters so they were able to react in an organic way when things happened," Caruso says. "I'm not a real stickler about, 'We're going to say this line this way.'"

In fact, Caruso even asked LaBeouf and Matt Craven, who plays Kale's father, to adlib a scene. "A lot of actors don't ever get that in their careers," LaBeouf points out.

Come to think of it, neither do a lot of directors. Caruso says the only other film in which he was allowed to have his actors adlib was *The Salton Sea*, produced by Castle Rock Entertainment. "Rob Reiner's company Castle Rock and Steven Spielberg's company DreamWorks--it's not an accident that those are the two companies that trust directors and let you do your thing," Caruso says.

The adlibbed scene in *Disturbia* opens the film and finds father and son on a fishing trip. Caruso gave LaBeouf and Craven the basic framework, explaining that this was probably the last trip Kale would take with his dad because he was getting to an age where soon he would rather spend time with friends. "They are both really good actors, so it was easy for them to play off each other," Caruso says. "They really created that scene."

While that particular exchange, captured in a breathtakingly beautiful outdoor setting by the film's cinematographer Rogier Stoffers, whose credits include *Quills*, *John Q* and *The School of Rock*, is key in establishing the father/son dynamic, it also serves a function visually. "It was the only time the picture really had a chance to breathe, because once you get inside Kale's house it's all about his windows and what he can see from them," Caruso explains.

Kale's home is a vintage Craftsman in Whittier, California. The interior of the Craftsman house was replicated at Paramount, where the bulk of *Disturbia* was shot on Stage 19--the same stage where Hitchcock made *Rear Window*. "It was pure coincidence that that was the available stage," Caruso swears.

Caruso, a big fan of Hitchcock's work, took inspiration from the rather remarkable concurrence. "I walked around the stage and saw the old plot plan for where they had the set," Caruso remembers. "I didn't want to copy it or rip it off. I just wanted to admire it in a reverential way."

http://www.filmjournal.com/filmjournal/search/article_display.jsp?vnu_content_id=1003556870

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Daily News of Los Angeles (CA) LOOKING OUT THE `REAR WINDOW'

April 8, 2007

Tag: 0704100091 Section: U Edition: Valley rop Page: U5 Source: -- Bob Strauss
Memo: Main story: All grown up

Illustration: 2 photos

There is, of course, something familiar about ``Disturbia," in which Shia LaBeouf's house-arrested teen spies on his neighbors and comes to believe one of them is a murderer.

It's junior league ``**Rear Window**." In Alfred Hitchcock's 1954 classic, Jimmy Stewart played a nosy photojournalist with a broken leg who, bored out of his mind, aimed his telephoto lenses at the apartment building behind his -- and came to believe that one of the tenants was a wife-killer.

``I've seen `**Rear Window**' a few times," says ``Disturbia" screenwriter Chris Landon. ``But, believe it or not, the inspiration behind this was actually Martha Stewart, not Alfred Hitchcock. They were talking about her house arrest on the radio, and I started thinking about the concept and what I would do if I were on house arrest. Already sort of being a voyeur, I figured that I would just be spying on my neighbors all the time."

``It's obviously inspired by the idea of a guy being stuck in the house," adds ``Disturbia's" director, D.J. Caruso. ``Even (executive producer) Steven Spielberg said, `Look, we want to pay homage. We don't want to remake the movie -- that would be a disservice.' "

Interestingly, ``Disturbia" was shot on the same Paramount soundstage Hitchcock used for ``**Rear Window**." Caruso hopes that, wherever he is, Hitch understands that the younger director's intentions were pure.

``Obviously, `**Rear Window**' was a big inspiration," Caruso acknowledges. ``I embraced it instead of running away from it. But I didn't want it to be a remake because that would be silly. You can't remake `**Rear Window**.' "

Caption: Photo:

(1 -- 2) Shia LaBeouf plays a housebound teen who thinks one of his neighbors is a murderer in ``Disturbia," which bears more than a passing resemblance to Hitchcock's ``**Rear Window**," starring Jimmy Stewart, below.

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Exhibit B

***Rear Window* story 1942 Copyright**

Registration by Popular Publications

SHELDON ABEND REVOCABLE TRUST

vs.

STEVEN SPIELBERG; DW STUDIOS, LLC (formerly known as DREAMWORKS, LLC); PARAMOUNT PICTURES CORPORATION; VIACOM, INC.; UNITED INTERNATIONAL PICTURES, B.V.;
PARAMOUNT HOME ENTERTAINMENT, INC.;
DREAMWORKS HOME ENTERTAINMENT;
MONTECITO PICTURE COMPANY, LLC;
COLD SPRING PICTURES, LLC;
UNIVERSAL PICTURES INTERNATIONAL, GmbH,
and DOES 1-10

CLASS No. 526177

B-472007

Copyright Office
Of the United States of America
THE LIBRARY OF CONGRESS
* * * WASHINGTON * * *

Certificate of Copyright Registration

This is to certify, in conformity with section 55 of the Act to Amend and Consolidate the Acts respecting Copyright, approved March 4, 1909, as amended by the Act approved March 2, 1913, that TWO copies of the

Periodical
named herein have been deposited in this Office under the provisions of the Act of 1909, and that registration of a claim to copyright for the first term of twenty-eight years for said work has been duly made in the name of

Popular Publications, Inc.,
205 E. 42nd St.,
New York, N.Y.

Title: Dime Detective Magazine.

Vol. 38, No. 3, February, 1942

Chicago

WOOLRICH K-475565

Date of publication Jan. 2, 1942

Copies received Jan. 17, 1942

Entry: Class A No. 526177

[SEAL]

C. D. Bouvé
Register of Copyrights.

Exhibit C

***Rear Window* story 1943 Copyright**

Popular Publications Assignment
to Woolrich

SHELDON ABEND REVOCABLE TRUST

vs.

STEVEN SPIELBERG; DW STUDIOS, LLC (formerly known as DREAMWORKS, LLC); PARAMOUNT PICTURES CORPORATION; VIACOM, INC.; UNITED INTERNATIONAL PICTURES, B.V.;
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DREAMWORKS HOME ENTERTAINMENT;
MONTECITO PICTURE COMPANY, LLC;
COLD SPRING PICTURES, LLC;
UNIVERSAL PICTURES INTERNATIONAL, GmbH,
and DOES 1-10

RECEIVED FOR RECORD November 10, 1947

ASSIGNOR, J. W. Young

ASSIGNEES, Brown & Bigelow

The following assignment of copyright is recorded in the Copyright Office of the United States,
Book 648, page 182, in conformity with the laws of the United States
respecting copyright.

VOL. 618 PAGE 181

KNOW ALL MEN BY THESE PRESENTS, that Popular Publications, Inc., a New York corporation, having its principal office and place of business at 205 East 42nd Street, New York, New York, in consideration of One (\$1.00) Dollar, lawful money of the United States, to it in hand paid before the executing and delivery of these presents, the receipt whereof is hereby acknowledged, has assigned, transferred, granted and conveyed, and by these presents does hereby assign, transfer, grant and convey to Cornell Reichen who resides at Hotel Larcolles, Broadway & 165th St., N.Y.C. his successors and assigns, to his and their own proper use and benefit, the right, title and interest of the undersigned in a work entitled "It Had to be Murder" together with all rights now existing or which may hereafter come into existence, except the right of magazine publication; that the said copyright is included under the blanket copyright taken out by the undersigned on the February, 1942 issue of its magazine known as "Blue Detective"

POPULAR PUBLICATIONS, INC.

By

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.:

On this 11th day of April, 1942, before me personally came and appeared HARRY EVENSEN, to me known, who being duly sworn, did depose and say: that he resided in New York, New York; that he is the President of Popular Publications, Inc., mentioned in the foregoing instrument; that he knows the seal of said corporation; that the seal attached to said instrument is such corporate seal and that it was so affixed by order and authority of the Board of Directors of said corporation, and that he signed his name thereto by like order and authority.

Harry Evensen
Notary Public

VOL 648 PAGE 181

KNOW ALL MEN BY THESE PRESENTS, that Popular Publications, Inc., a New York corporation, having its principal office and place of business at 205 East 42nd Street, New York, New York, in consideration of One (\$1.00) Dollar, lawful money of the United States, to it in hand paid before the executing and delivery of these presents, the receipt whereof is hereby acknowledged, has assigned, transferred, granted and conveyed, and by these presents does hereby assign, transfer, grant and convey to Cornell Woolrich who resides at Hotel Marlborough, Broadway & 42nd St., N.Y.C. his successors and assigns, to his and their own proper use and benefit, the right, title and interest of the undersigned on a work entitled "It Had to be Murder" together with all rights now existing or which may hereafter come into existence, except the right of repetition publication; that the said copyright is included under the blanket copyright taken out by the undersigned on the February, 1942 issue of the magazine known as Crime Detective

POPULAR PUBLICATIONS, INC.

By

STATE OF NEW YORK)
 COUNTY OF NEW YORK) ss.:

On this 5th day of April, 1944, before me personally came and appeared HARRY WINSTON, to be known, who being duly sworn, did depose and say: that he resided in New York, New York; that he is the President of Popular Publications, Inc.; confirmed to the foregoing instrument; that he knows the seal of said corporation; that the seal attached to said instrument is such corporate seal and that he is authorized by order and authority of the Board of Directors of said corporation, and that he signed his name thereto by like order and authority.

Notary Public

Exhibit D

***Rear Window* story 1969 Copyright**

Chase Copyright Renewal

SHELDON ABEND REVOCABLE TRUST

vs.

STEVEN SPIELBERG; DW STUDIOS, LLC (formerly known as DREAMWORKS, LLC); PARAMOUNT PICTURES CORPORATION; VIACOM, INC.; UNITED INTERNATIONAL PICTURES, B.V.;
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DREAMWORKS HOME ENTERTAINMENT;
MONTECITO PICTURE COMPANY, LLC;
COLD SPRING PICTURES, LLC;
UNIVERSAL PICTURES INTERNATIONAL, GmbH,
and DOES 1-10

ccount:

10036

FORM R

REGISTRATION NO.

R 475565

DO NOT WRITE HERE

Page 1

Application for Registration of a Claim to Renewal Copyright

Instructions: Make sure that all applicable spaces have been completed before you submit the form. The application must be SIGNED at line 8. For further information, see page 4. Pages 1 and 2 should be typewritten or printed with pen and ink. Pages 3 and 4 should contain exactly the same information as pages 1 and 2, but may be carbon copies.

Mail all pages of the application to the Register of Copyrights, Library of Congress, Washington, D.C., 20540, together with the registration fee of \$4. Make your remittance payable to the Register of Copyrights.

1. Renewal Claimant(s), Address(es), and Statement of Claim: Give the full name(s) and mailing address(es) of the claimant(s) of the renewal copyright. State the statutory category of each renewal claimant. It must be one of the categories described on page 4.

(a) Name THE CHASE MANHATTAN BANK, N.A.

Address 1 Chase Manhattan Plaza, New York, N.Y. 10015

Claiming as Executor of the Estate of Cornell Woolrich ✓
(Use the appropriate statement appearing on page 4)

(b) Name

Address

Claiming as
(Use the appropriate statement appearing on page 4)

(c) Name

Address

Claiming as
(Use the appropriate statement appearing on page 4)

2. (a) Title: Give the full title of the work. In the case of music, give specific instrumentation.

IT HAD TO BE MURDER

(b) Renewable Matter: If the work was a new version of a previous work, renewal may be claimed only in the new matter. If this work was a new version, state in general the new matter (e.g., arrangement, editing, illustrations, translations, etc.) upon which copyright was claimed.

(c) Contribution to Periodical or Other Composite Work: If the work was a contribution, give the title of the periodical or composite work in which it was published. DIME DETECTIVE MAGAZINE ✓

If a periodical, give: Vol. ; No. ; Issue ; Date February, 1942 ✓

3. Authors of Renewable Matter: Give the names of all authors who contributed copyrightable matter to this version, but not the names of authors of previous versions. Cornell Woolrich

4. Facts of Original Registration: The facts given here must agree with the Copyright Office Records of the original registration.

Original registration number: Class B ; No. 528177 ✓

If registered as published, give date of publication January 2, 1942 ✓
(Month, day, and year)

If registered as unpublished, give date of registration
(Month, day, and year)

Original copyright claimant Popular Publications, Inc. ✓
(Name of claimant in original registration) Complete all applicable spaces on next page

EXAMINER

5. If registration fee is to be charged to a deposit account established in the Copyright Office, give name of account:

6. Name and address of person or organization to whom correspondence or refund, if any, should be sent:

Name Lilling & Siegel Address 11 W. 42nd St., New York, N.Y.

7. Send certificate to:

(Type or
print Name
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address) Address

LILLING & SIEGEL		
11 W. 42nd Street		
(Number and street)		
New York, N.Y.	10036	
(City)	(State)	(ZIP code)

8. Certification: (NOTE: Application not acceptable unless signed)

I CERTIFY that the statements made by me in this application are correct to the best of my knowledge.

William L. Lilling, atty
(Signature)

Application Forms

Copies of the following forms will be supplied by the Copyright Office without charge upon request.

Class A Form A—Published book manufactured in the United States of America.

Class A Form A-B Foreign—Book or periodical manufactured outside the United States of America (except works subject to the ad interim provisions of the copyright law).

Class A or B Form A-B Ad Interim—Book or periodical in the English language manufactured and first published outside the United States of America.

Class B Form B—Periodical manufactured in the United States of America.

Class B Form BB—Contribution to a periodical manufactured in the United States of America.

Class C Form C—Lecture or similar production prepared for oral delivery.

Class D Form D—Dramatic or dramatico-musical composition.

Class E Form E—Musical composition the author of which is a citizen or domiciliary of the United States of America or which was first published in the United States of America.

Class E Form E Foreign—Musical composition the author of which is not a citizen or domiciliary of the United States of America and which was not first published in the United States of America.

Class F Form F—Map.

Class G Form G—Work of art or a model or design for a work of art.

Class H Form H—Reproduction of a work of art.

Class I Form I—Drawing or plastic work of a scientific or technical character.

Class J Form J—Photograph.

Class K Form K—Print or pictorial illustration.

Class K Form KK—Print or label used for an article of merchandise.

Class L or M Form L-M—Motion picture.

Form R—Renewal copyright.

Form U—Notice of use of copyrighted music on mechanical instruments.

FOR COPYRIGHT OFFICE USE ONLY

Application received

DEC 29 1969

Fee received

53240 DEC 29 69

Page 1

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Instructions:
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1. Renewal t
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Claim

(b) Name

Address

Claim

(c) Name

Address

Claim

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(b) Review
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Exhibit E

***Rear Window* story 1972 Copyright**

Chase Assignment to Abend

SHELDON ABEND REVOCABLE TRUST

vs.

STEVEN SPIELBERG; DW STUDIOS, LLC (formerly known as DREAMWORKS, LLC); PARAMOUNT PICTURES CORPORATION; VIACOM, INC.; UNITED INTERNATIONAL PICTURES, B.V.;
PARAMOUNT HOME ENTERTAINMENT, INC.;
DREAMWORKS HOME ENTERTAINMENT;
MONTECITO PICTURE COMPANY, LLC;
COLD SPRING PICTURES, LLC;
UNIVERSAL PICTURES INTERNATIONAL, GmbH,
and DOES 1-10

.vol.1446 part 364

AGREEMENT made this 29th day of October, 1971, by and between THE CHASE MANHATTAN BANK, N. A., as Executor of the Estate of Cornell Woolrich, of One Chase Manhattan Plaza, in the City, County and State of New York (hereinafter referred to as "ASSIGNOR"), and AUTHORS RESEARCH COMPANY, having its principal place of business at 52 Vanderbilt Avenue, in the City, County and State of New York (hereinafter referred to as "ASSIGNEE").

In consideration of the covenants and conditions herein contained and other good and valuable considerations, IT IS HEREBY AGREED AS FOLLOWS:

1. Cornell Woolrich, sometimes also known under the pseudonym of William Irish (hereinafter referred to as the "Author") wrote certain dramatic writings and material which first were published in the United States of America in February, 1942 in "Dime Magazine", Volume 38 - Issue No. 3 under the title IT HAD TO BE MURDER, and copyrighted as part of that magazine in the name of Popular Publications, Inc., on behalf of the Author, under Entry No. B-528177 on January 2, 1942 (hereinafter referred to as the "Property");

(a) On April 6, 1943, Popular Publications, Inc. assigned all of its right, title and interest in and to the story IT HAD TO BE MURDER to Cornell Woolrich. The aforesaid assignment was duly recorded in the Assignment Volume of the Copyright Office in Volume 648, page 181, on November 13, 1947;

(b) The Property, under the title REAR WINDOW, together with five (5) other separate stories written by the Author, subsequently was published by J. P. Lippincott Company in association with Story Magazine, Inc., in the United States of America in a book entitled AFTER DINNER STORY. Said book was copyrighted in the name of the Author using his pseudonym of William Irish on the date of October 4, 1944 under Entry No. A2-183507;

(c) The Author, by written agreement dated May 16, 1945, sold, assigned and transferred to S. G. De Sylva Productions, Inc., all the motion picture and certain other rights in and to the Property, upon the terms and conditions set forth in such agreement. Such agreement is herein referred to as the "Basic Agreement". A copy of the Basic Agreement is attached hereto marked Exhibit "A" and incorporated by reference into this part hereof;

ed while a resident of New York City, which was duly recorded in New York on January 1969. The Chase Manhattan Bank and on January 1971 recorded in New York.

Copyright Office of the United States of America
THE LIBRARY OF CONGRESS
WASHINGTON

THIS IS TO CERTIFY THAT THE ATTACHED INSTRUMENT WAS RECORDED IN THE COPYRIGHT OFFICE RECORDS OF ASSIGNMENTS AND RELATED DOCUMENTS ON THE DATE AND IN THE PLACE SHOWN BELOW.

IN TESTIMONY WHEREOF THE SEAL OF THIS OFFICE IS AFFIXED HERETO.

George E. Taylor
REGISTER OF COPYRIGHTS

Executor of the copyright in and to the Property under the Property after vested in the author of the Basic Agreement in full term of the

Date of Recording

Volume

Page

1446-364

CERTIFICATION A-108-10-1-100

Vol. 1446 pg. 364

AGREEMENT made this ^{29th} day of October, 1971, by and between THE CHASE MANHATTAN BANK, N. A., as Executor of the Estate of Cornell Woolrich, of One Chase Manhattan Plaza, in the City, County and State of New York (hereinafter referred to as "ASSIGNOR"), and AUTHORS RESEARCH COMPANY, having its principal place of business at 52 Vanderbilt Avenue, in the City, County and State of New York (hereinafter referred to as "ASSIGNEE").

In consideration of the covenants and conditions herein contained and other good and valuable considerations, IT IS HEREBY AGREED AS FOLLOWS:

1. Cornell Woolrich, sometimes also known under the pseudonym of William Irish (hereinafter referred to as the "Author") wrote certain dramatic writings and material which first were published in the United States of America in February, 1942 in "Dime Magazine", Volume 36 - Issue No. 3 under the title IT HAD TO BE MURDER, and copyrighted as part of that magazine in the name of Popular Publications, Inc., on behalf of the Author, under Entry No. B-528177 on January 2, 1942 (hereinafter referred to as the "Property"):

(a) On April 5, 1943, Popular Publications, Inc. assigned all of its right, title and interest in and to the story IT HAD TO BE MURDER to Cornell Woolrich. The aforesaid assignment was duly recorded in the Assignment Volume of the Copyright Office in Volume 348, page 181, on November 13, 1943;

(b) The Property, under the title REAR WINDOW, together with five (5) other separate stories written by the Author, subsequently was published by J. P. Lippincott Company in association with Story Magazine, Inc., in the United States of America in a book entitled AFTER DINNER STORY. Said book was copyrighted in the name of the Author using his pseudonym of William Irish on the date of October 4, 1944 under Entry No. A2-183507;

(c) The Author, by written agreement dated May 16, 1945, assigned and transferred to B. G. De Sylva Productions, Inc., all the motion picture and certain other rights in and to the Property, upon the terms and conditions set forth in such agreement. Such agreement is herein referred to as the "Basic Agreement". A copy of the Basic Agreement is attached hereto marked Exhibit A and hereby made a part hereof;

(d) On September 23, 1958 the Author died while a resident of the City, County and State of New York, leaving a will which was duly submitted for probate in New York County on January 15, 1969. The Chase Manhattan Bank, N. A. was named as Executor under such will and on January 15, 1969 Testamentary Letters were issued to it and duly recorded in New York County;

(e) The Chase Manhattan Bank, N. A., as Executor of the Estate of Cornell Woolrich, renewed the United States copyright in and to the Property on December 29, 1969 under Entry No. R-475565. By such renewal, ASSIGNOR became invested with all rights in, to and under the Property under the United States renewal copyright thereof, thereafter vested in the Chase Manhattan Bank, N. A., notwithstanding the terms of the Basic Agreement, by virtue of the death of the Author during the original term of the United States copyright of the Property;

ENCLOSURE 305

(c) By reason of all of the foregoing, ASSIGNOR has the full right, power and authority to make the grant provided for herein and fully to perform this agreement in all respects.

3. ASSIGNOR hereby grants, sells, assigns, confirms and sets over to the ASSIGNEE for the period commencing on January 3, 1970 and continuing thereafter throughout the renewal period and any and all enlargements or extensions thereof entered at any time hereafter of the United States renewal copyright in the Property and all versions thereof, each and all of the same licenses, privileges, property and interests in and with respect to the Property as were originally granted to B. G. De Sylva Productions, Inc. or its assignees under and pursuant to the Basic Agreement and/or as such rights, licenses and privileges pertain to and derive under a renewed copyright of the Property, and ASSIGNOR does hereby further warrant and agree that ASSIGNEE hereby has acquired and shall own, possess and be vested with each and all of such rights, licenses and privileges exclusively and with the same force and effect as if each and all were fully and at length set forth herein. Without limiting the generality of the foregoing, such rights shall include the right to televise the Property and all Photoplays based thereon, in whole or in part and in any and all cases, the right to any and all claims, causes or choses in action arising from or existing or which hereinafter may arise out of or exist by reason of any unauthorized use of the Property or any version or part thereof, during the renewed period of the copyright of the Property.

4. ASSIGNOR will cause further renewals and extensions of the United States copyright in the Property and all component parts thereof to be obtained when requested or desirable. If the present copyright law of the United States of America shall be amended, changed or a substitute copyright law is enacted so that the term of copyright is extended or changed, ASSIGNOR agrees that ASSIGNEE forthwith and automatically shall become entitled to all the rights hereby conveyed, granted and assigned to ASSIGNOR for such extended or enlarged term.

5. ASSIGNOR hereby appoints ASSIGNEE, its successors and assigns as irrevocable attorney-in-fact, with the right, but not the obligation, to execute, deliver and file, on behalf of ASSIGNOR and in the name of ASSIGNOR, or otherwise, all documents and to do all acts necessary for the obtaining of such extension or renewal and confirming and assigning to ASSIGNEE the rights herein granted ASSIGNEE for such renewed or extended periods of copyright.

6. ASSIGNOR will execute and deliver to ASSIGNEE all further documents reasonably required by ASSIGNEE from ASSIGNOR to vest in ASSIGNEE, or perfect in ASSIGNEE the rights, titles, privileges and interests hereby conveyed or intended to be conveyed to ASSIGNEE.

7. ASSIGNOR agrees that it has not entered into any agreement, given any consent, or made any grant or other disposition to any person, firm or corporation of any right, title or interest in or under the renewed copyright of the Property inconsistent with or contrary to any of the rights, licenses, privileges and/or interests herein granted or agreed to be granted to ASSIGNEE, and that the rights granted ASSIGNEE hereunder are free and clear of any lien, claim, charge or encumbrance.

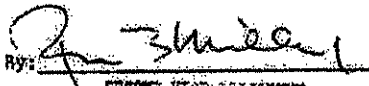
Vol 1446, p. 366

7. In full consideration of the grants and transfers made by ASSIGNOR hereunder, ASSIGNEE hereby agrees to pay ASSIGNOR the sum of one (\$1.00) dollar and other good and valuable considerations upon the execution hereof. Payment when so made shall constitute payment in full for all claims and transfers herein to ASSIGNEE.

8. This agreement shall be binding upon and shall inure to the benefit of the parties hereto, their respective heirs, executors, administrators, successors and assigns.

IN WITNESS WHEREOF, the parties have caused this agreement to be executed as of the day and year first above written.

THE CHASE MANHATTAN BANK, N. A.,
as Executor of the Estate of
Cornell Woolrich

By: 
SECOND VICE PRESIDENT
Assignor.

AUTHORS RESEARCH COMPANY

By: 
Sheldon Abend,
Assignee.

Vol. 14-16, p. 367

CITY OF NEW YORK)
COUNTY OF NEW YORK) ss.:

On this 14th day of October, 1971, before me personally appeared _____, known to me, who, being by me duly sworn, depose and say that he is _____, The Chase Manhattan Bank, N. A., the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Virginia M. White

Exhibit F

***Rear Window* story 2005 Probate Court Order**

SHELDON ABEND REVOCABLE TRUST

vs.

STEVEN SPIELBERG; DW STUDIOS, LLC (formerly known as DREAMWORKS, LLC); PARAMOUNT PICTURES CORPORATION; VIACOM, INC.; UNITED INTERNATIONAL PICTURES, B.V.;
PARAMOUNT HOME ENTERTAINMENT, INC.;
DREAMWORKS HOME ENTERTAINMENT;
MONTECITO PICTURE COMPANY, LLC;
COLD SPRING PICTURES, LLC;
UNIVERSAL PICTURES INTERNATIONAL, GmbH,
and DOES 1-10

IN THE CIRCUIT COURT FOR PALM BEACH
COUNTY, FLORIDA, PROBATE DIVISION

FILE NO.: 502003CP004461XXFOIY

IN RE: ESTATE OF

SHELDON ABEND,

Deceased.

**ORDER ON OBJECTIONS TO PLAN OF DISTRIBUTION
AND DIRECTING FINAL DISTRIBUTION OF ESTATE ASSETS**

The Court on October 18, 2005, heard all objections to the Personal Representative's Petition for Discharge, Final Accounting and Plan of Distribution. All interested parties, including all creditors, were served Notice of Hearing. No estate creditor was present or filed an objection.

The Court reviewed all relevant Court pleadings and heard the arguments of counsel. It is adjudged as follows:

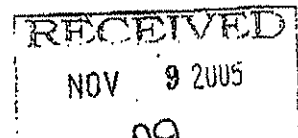
1. The remaining Class 1 creditors of this estate and the amounts due to them are as follows:

Sorgini & Sorgini, P.A. - Personal Representative and attorney's fee	\$ 5,000.00
---	-------------

Gaulin Group - attorney's fee	\$20,000.00
-------------------------------	-------------

The Personal Representative shall apportion the remaining \$13,322 of cash between those two Class 1 creditors.

2. Immediately upon the entry of this order, the decedent's interest in the literary works



IN RE: ESTATE OF
SHELDON ABEND, DECEASED
FILE NO.: 502003CP004461XXFOIY
PAGE: 2

Chicago and Rear Window shall be transferred to Renee Stewart, as Trustee of the Sheldon Abend Revocable Trust dated October 22, 2002. This is in accordance with the terms of the Decedent's Last Will and Testament dated October 22, 2002 which has been admitted to Probate.

3. Steven Abend's unpaid claim of \$17,930.92 is classified as a Class 2 claim as to \$6,000.00 and a Class 8 claim as to \$11,930.92.

4. The Court withholds ruling on Holland & Knight's Petition for Attorneys Fees. Holland & Knight and Weiss & Handler may both file and notice for hearing a Petition for Attorneys Fees prior to the closing of this estate.

5. The Class 2 and Class 8 creditors shall receive no distribution from this estate.

6. The Personal Representative's Final Accounting is approved.

7. All other outstanding motions, if any, are denied.

8. The Personal Representative is authorized to make final distribution as described in paragraph 1 and 2. Upon the Personal Representative filing a Report of Distribution, this Court shall enter an Order of Discharge.

ORDERED in Delray Beach, Florida, on _____, 2005.

SIGNED & DATED

NOV 07 2005

JUDGE GARY L. VONHOF
Circuit Court Judge

IN RE: ESTATE OF
SHELDON ABEND, DECEASED
FILE NO.: 502003CP004461XXFOIY
PAGE: 3

Copies Furnished:

ROBERT C. SORGINI, ATTORNEY, Sorgini & Sorgini, 300 North Federal Highway, Lake Worth, Florida 33460

ROBERT BLAIR GOLDMAN, ESQUIRE, WEISS, HANDLER, ANGELOS & CORNWELL, P.A., One Boca Place, 2255 Glades Road, Ste. 218-A, Boca Raton, FL 33431

CHRISTOPHER W. BOYETT, ESQUIRE, HOLLAND & KNIGHT LLP, 701 Brickell Avenue, Suite 3000, Miami, FL 33131-5441

ROBERT V. GAULIN & ASSOCIATES, Carnegie Hall Tower, 152 West 57th Street, New York, NY 10019

ELLIOT S. BLAIR, ESQUIRE, Carnegie Hall Tower, 152 West 57th Street, New York, NY 10019-3211

J. MICHAEL CLEARY LAW OFFICES, 1500 K Street NW #1100, Washington DC 20005-1209

LEATHEN S. STEARN, 37 Ferry Lane East, Westport, CT 06880

PROFESSIONAL PENSION PLANNERS, INC., 1053 Saw Mill River Road Ste. 204, Ardsley, NY 10502

ESPLANADE CHESTNUT LLC, 168 Red Schoolhouse Road, Chestnut Ridge, NY 10977

ERICKSON, COSTELLO, BUTLER, ERICKSON, 1280 W. Lantana Road, Lantana, FL 33462

Exhibit G

***Rear Window story* 2005 Copyright**

Assignment to The Sheldon Abend
Revocable Trust

SHELDON ABEND REVOCABLE TRUST

vs.

STEVEN SPIELBERG; DW STUDIOS, LLC (formerly known as DREAMWORKS, LLC); PARAMOUNT PICTURES CORPORATION; VIACOM, INC.; UNITED INTERNATIONAL PICTURES, B.V.; PARAMOUNT HOME ENTERTAINMENT, INC.; DREAMWORKS HOME ENTERTAINMENT; MONTECITO PICTURE COMPANY, LLC; COLD SPRING PICTURES, LLC; UNIVERSAL PICTURES INTERNATIONAL, GmbH, and DOES 1-10



Certificate of Recordation

This is to certify that the attached document was recorded
in the Copyright Office on the date and in the place shown below.

This certificate is issued under the seal of the
United States Copyright Office.

DATE OF RECORDATION

13Dec05

VOLUME

DOC. NO.

3532

706

VOLUME

DOC. NO.

Marybeth Peters

Register of Copyrights and
Associate Librarian for Copyright Services



RECORDED DOCUMENTS

FL-10A

DATE: March 6, 2006

Elliot S. Blair, ESQ.
 152 West 57th Street, 9th Floor
 New York, NY 10019-3310

ATTN: Elliot S. Blair, ESQ.

 We have recorded the enclosed document(s) in the official records of the Copyright Office:

VOLUME

DOC. NO.

3532

706

 The recording fee has been handled as follows:

RECEIVED

\$

APPLIED

\$

REFUNDED (under separate cover)

\$

CHARGED TO YOUR DEPOSIT ACCOUNT

\$

Sincerely yours,
 Register of Copyrights

ENCL(S):

DOC(S):

1

Copyright Office fees are subject to change. For current fees check the Copyright Office website at www.copyright.gov, write to the Copyright Office, or call (202) 707-3000.

RECEIVED

DEC 16 2005

DOCUMENT SECTION**Document Cover Sheet**

UNITED STATES COPYRIGHT OFFICE

For Recordation of Documents

Volume 3532 Document 706

Volume _____ Document _____

Date of Recordation M DEC 13 2005
(ASSIGNED BY THE COPYRIGHT OFFICE)

Funds Received _____

DO NOT WRITE ABOVE THIS LINE • SEE INSTRUCTIONS ON REVERSE

To the Register of Copyrights: Please record the accompanying original document or properly certified copy thereof.

- 1 First party name given in the document Robert C. Sorgini, Esq. as Personal Representative of the Estate of Sheldon Abend
(IMPORTANT: Please read instruction for this and other spaces.)
- 2 First title given in the document Rear Window
- 3 Total number of titles in the document 4
- 4 Amount of fee calculated \$100
- 5 Fee enclosed ☒ Check ☐ Money order
☐ Fee authorized to be charged to Copyright Office Deposit Account

Deposit Account number _____

Deposit Account name _____

- 6 Completeness of document ☒ Document is complete by its own terms ☐ Document is not complete. Record "as is."
IMPORTANT NOTE: A request to record a document "as is" under 37 CFR §201.4(c)(2) is an assertion that: (a) the attachment is completely unavailable for recordation; (b) the attachment is not essential to the identification of the subject matter of the document; and (c) it would be impossible or wholly impracticable to have the parties to the document sign or initial a deletion of the reference to the attachment.

- 7 Certification of Photocopied Document Complete this certification if a photocopy of the original signed document is substituted for a document bearing the actual original signature.
NOTE: This space may not be used for documents that require an official certification.

I declare under penalty of perjury that the accompanying document is a true and correct copy of the original document.

Signature [Signature] Date 12/12/05Duly authorized agent of The Sheldon Abend Revocable Trust

- 8 Return to:

Name Elliot S. Blair, Esq.Number/Street 152 West 57th Street Apt./Suite 9th FloorCity New York State NY Zip 10019-3310Phone number 212-582-9400 Fax number 212-582-9440Email eblairlaw@hotmail.com

SEND TO: Library of Congress, Copyright Office, Documents Recordation Section, LM-462, 101 Independence Avenue SE, Washington, DC 20559-6000
INCLUDE ALL THESE TOGETHER: (1) Two copies of this form; (2) payment from a Deposit Account or by check/money order payable to Register of Copyrights; and (3) your document.

ASSIGNMENT OF INTELLECTUAL PROPERTY ASSETS

WHEREAS, Sheldon Abend died August 24, 2003.

WHEREAS, a Petition in Probate for the Estate of Sheldon Abend was filed in Palm Beach County, Florida; and the Last Will and Testament of Sheldon Abend ("Abend Will") was admitted to Probate in the Circuit Court for Palm Beach County, Florida on November 19, 2003; and Robert C. Sorgini, Esq. was duly appointed as Personal Representative of the Abend Estate by the Honorable Gary L. Vonnhof on November 19, 2003.

WHEREAS, The Sheldon Abend Revocable Trust ("Abend Trust") was created by Sheldon Abend on October 22, 2002.

WHEREAS, The Abend Will provides for the disposition of tangible personal property to Renee Stewart and Steven Abend, with the residuary estate to pass to the trustee named in the Abend Trust.

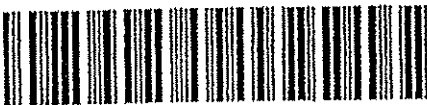
WHEREAS, on August 24, 2003, Renee Stewart became Successor Trustee of the Abend Trust by operation of law.

WHEREAS, by Order dated November 7, 2005, the Honorable Gary L. Vonnhof entered his Order on Objections to Plan of Distribution and Directing Final Distribution of Estate Assets, which provided for the immediate transfer of the decedent's interest in the intellectual property assets ("IP Assets") *Chicago* and *Rear Window*, to Renee Stewart, as Trustee of the Abend Trust, in accordance with the terms of the Abend Will.

NOW THEREFORE, KNOW ALL MEN BY THESE PRESENTS:

1. The above recitals are true and correct.
2. The Abend Estate by Robert C. Sorgini, Esq., the Personal Representative of the Abend Estate, represents and warrants that his authority in such capacity is still valid, it has not been terminated, is in full force and effect and the Abend Estate still validly exists and he may enter into and make the grants herein as Personal Representative of the Abend Estate and knows of nor created any lien or encumbrance on the IP Assets of the Abend Estate.
3. The Abend Estate by Robert C. Sorgini, Esq., it's duly appointed Personal Representative, does hereby, assign, transfer, grant and set over without recourse and without warranties to the Abend Trust, its Trustee, personal and legal representatives, successors, assigns, licensees, transferees, etc. forever, all right, title and interest free and clear of any lien or claim in:
 - A. "Rear Window" (a/k/a "It Had To Be Murder") by Cornell Woolrich,
 - B. "Chicago" (a/k/a "Play Ball") by Maurine Dallas Watkins, and
 - C. Any and all other IP Assets not specifically enumerated herein for any reason, neglect, oversight or otherwise,

3532 D706



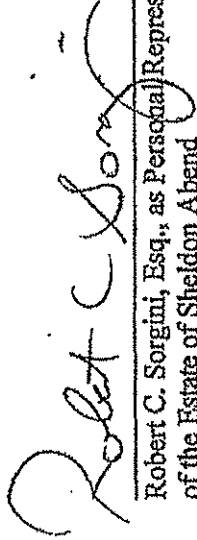
owned by Sheldon Abend during his lifetime and which the Abend Estate may own, control, or which it may have any right, title, interest or power of every kind or nature in the IP Assets, including but not limited to copyright interests or renewals and extensions thereof, royalty participating interests, reversionary, recapture and any and all other rights and interests in any and all IP Assets and in all derivative materials based thereon and on all income, revenues and royalties derived and resulting from any and all of the foregoing or from any rights of any and all of the IP Assets, throughout the universe in perpetuity.

The undersigned is the Personal Representative of the Abend Estate and has entered into this Assignment relating to the foregoing rights and interests and to any and all the IP Assets of the Abend Estate which exist at the time hereof

V3532 D706 Page

and/or which may exist, may revert, or become known hereinafter even if after the final accounting and closing of the Abend Estate and even if not specifically set forth herein.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of the 14th day of November, 2005.



Robert C. Sorgini, Esq., as Personal Representative
of the Estate of Sheldon Abend

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Exhibit H

Short Form License Agreement Registration

SHELDON ABEND REVOCABLE TRUST

vs.

STEVEN SPIELBERG; DW STUDIOS, LLC (formerly known as DREAMWORKS, LLC); PARAMOUNT PICTURES CORPORATION; VIACOM, INC.; UNITED INTERNATIONAL PICTURES, B.V.;
PARAMOUNT HOME ENTERTAINMENT, INC.;
DREAMWORKS HOME ENTERTAINMENT;
MONTECITO PICTURE COMPANY, LLC;
COLD SPRING PICTURES, LLC;
UNIVERSAL PICTURES INTERNATIONAL, GmbH,
and DOES 1-10

**Copyright
Office
of the
United
States**

**THE
LIBRARY
OF
CONGRESS**

Certificate of Recordation

THIS IS TO CERTIFY THAT THE ATTACHED DOCUMENT WAS RECORDED IN THE COPYRIGHT OFFICE ON THE DATE AND IN THE PLACE SHOWN BELOW.

THIS CERTIFICATE IS ISSUED UNDER THE SEAL OF THE COPYRIGHT OFFICE

DATE OF RECORDATION

12Mar92

2741

47

2741

49



OFFICIAL SEAL

Register of
Copyrights and
Assistant
Librarian for
Copyright
Services

Certificate of Recordation
U.S. Copyright Office
1702 March 1992

VOL 274 | PAGE 047

SHORT FORM LICENSE AGREEMENT

The undersigned, THE CHASE MANHATTAN BANK, N.A., 1211 Avenue of the Americas, New York, New York 10036, as Executor of the Estate of Cornell Woolrich (hereinafter referred to as "Bank" or "Executor") and SHELDON ABEND d/b/a AUTHORS RESEARCH COMPANY, having its principal place of business at 19 West 44th Street, New York, New York 10036 (hereinafter "Licensor"), do hereby affirm and acknowledge that they have, by that certain license agreement made as of the 12th day of December, 1991 (the "License Agreement"), granted to MCA INC. ("MCA"), JAMES STEWART ("Stewart") and PATRICIA HITCHCOCK O'CONNELL and SAMUEL TAYLOR, as Co-Executors and Co-Trustees of the Second (Residuary) Trust of the Last Will of Alfred Hitchcock ("Co-Trustees") (hereinafter collectively "Licensees") a non-exclusive license (the "License") throughout the entire universe in perpetuity and in all formats, markets, and by all means, now known or hereafter devised, to continue to use certain literary and dramatic written material which was first published in Dime Detective Magazine under the title "It Had To Be Murder" and subsequently published under the title "Rear Window" (hereinafter the "Work") and for which United States Copyright Renewal No. R475565 was issued to Executor on or about December 29, 1969, as embodied in that certain motion picture entitled "REAR WINDOW" (the "Film") directed by Alfred J. Hitchcock, performed by James Stewart and Grace Kelly, produced by Patron, Inc. (including, for the purpose of advertising and

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promoting the Film only, still photos and "clips" produced in connection with the Film) subject to the terms and provisions of said License Agreement.

Said License Agreement shall be binding upon and inure to the benefit of the Executor, the Licensor, the Licensees, their respective heirs, successors, legal representatives, licensees, agents and assigns, and specifically all persons or entities authorized by Licensees to exploit, or assist in exploiting, the Film.

IN WITNESS WHEREOF, the undersigned have caused this Short Form License Agreement to be executed as of December 12, 1991.

THE CHASE MANHATTAN BANK, N.A.
Executor of the Estate of
Cornell Woolrich ("Executor")

By:

Its:

Jason L. Lelling
Attorney

SHELDON ABEND d/b/a AUTHORS
RESEARCH COMPANY

By:

Sheldon Abend
SHELDON ABEND ("Licensor")

STATE OF NEW YORK
COUNTY OF WESTCHESTER

ss.

VOL 274 | PAGE 049

On this 21st day of February, 1992, before me personally appeared Burton L. Lilling, to me known, who, being duly sworn, did depose and say that he is the attorney for The Chase Manhattan Bank, N.A., in its capacity as Executor of the Estate of Cornell Woolrich, the party described in and which executed the foregoing instrument; and that he signed as a free act on behalf of the said party.

Talay Hafiz
Notary Public

STATE OF NEW YORK
COUNTY OF WESTCHESTER

ss.

TALAY HAFIZ
Notary Public, State of New York
No. 4952048
Qualified in Westchester County
Commission Expires June 12, 1995

On this 21st day of February, 1992, before me personally came Sheldon Abend, to me known and known to me to be the individual described in and who executed the foregoing instrument, and he duly acknowledged to me that he executed same.

Talay Hafiz
Notary Public

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Notary Public, State of New York
No. 4952048
Qualified in Westchester County
Commission Expires June 12, 1995

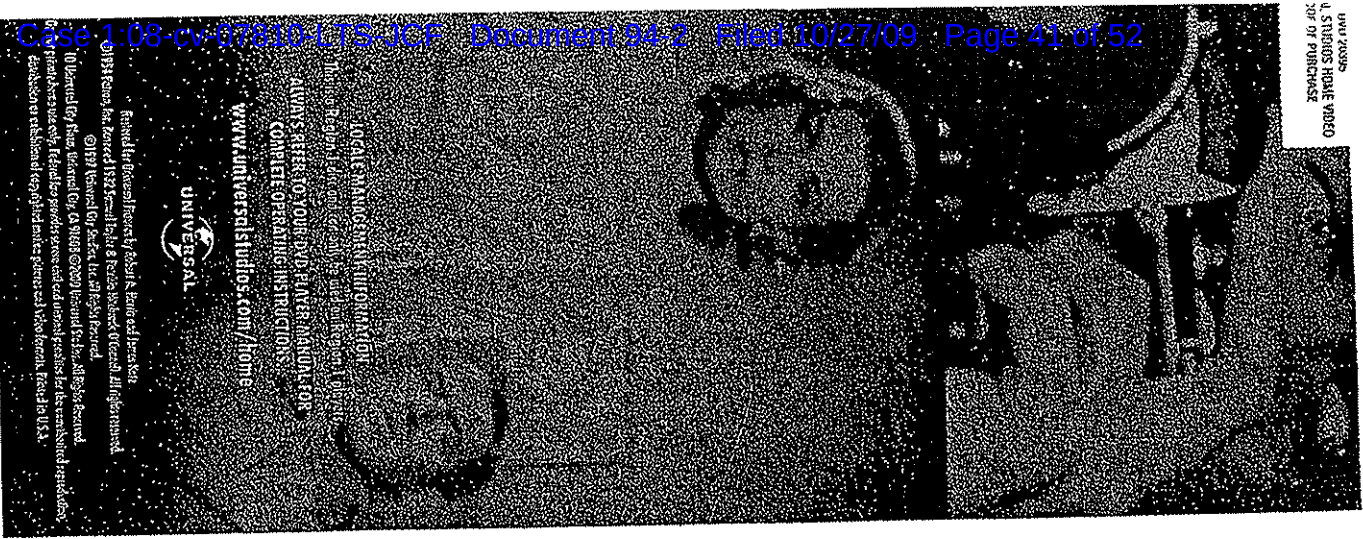
Exhibit I

***Rear Window* Collector's Edition DVD Jacket**

SHELDON ABEND REVOCABLE TRUST

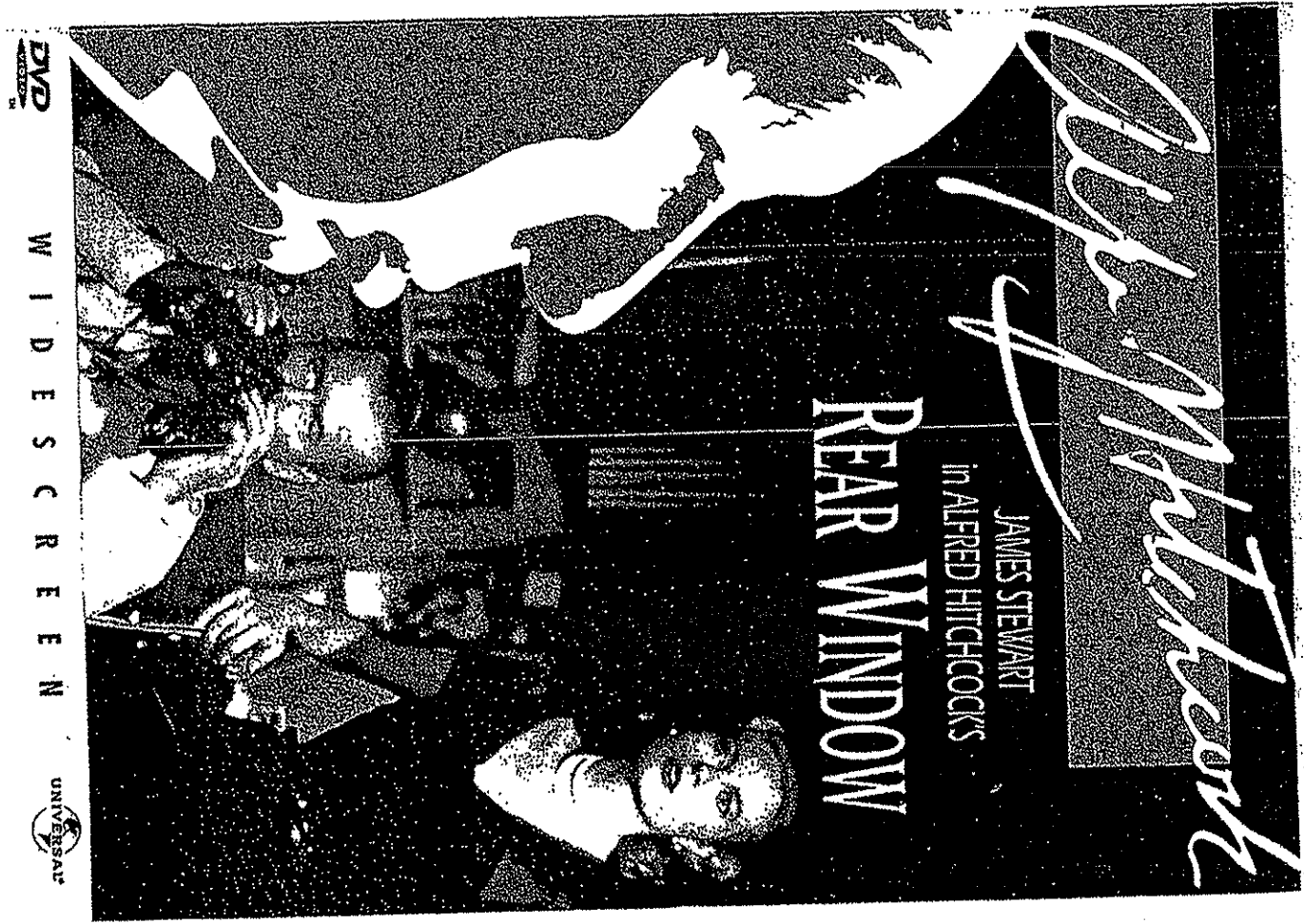
vs.

STEVEN SPIELBERG; DW STUDIOS, LLC (formerly known as DREAMWORKS, LLC); PARAMOUNT PICTURES CORPORATION; VIACOM, INC.; UNITED INTERNATIONAL PICTURES, B.V.;
PARAMOUNT HOME ENTERTAINMENT, INC.;
DREAMWORKS HOME ENTERTAINMENT;
MONTECITO PICTURE COMPANY, LLC;
COLD SPRING PICTURES, LLC;
UNIVERSAL PICTURES INTERNATIONAL, GmbH,
and DOES 1-10



REAR WINDOW
CHAPTERS

- 1 Main Titles
- 2 The Plaster Cocoon
- 3 Stella's Advice
- 4 Lisa
- 5 Meet the Neighbors
- 6 Mismatched Lives
- 7 All Through the Night
- 8 The Watcher
- 9 Something's Wrong
- 10 Doyle Investigates
- 11 Eyes on Thorwald
- 12 There's No Case
- 13 Rear Window Ethics
- 14 Message to a Murderer
- 15 Lisa's Risk
- 16 Killer in the Dark
- 17 A Few Changes
- 18 Restoration Credits



According to Alfred Hitchcock, "subjective treatment" — putting the audience in the mind of a character — is the perfect form of the cinema. "I suppose *Rear Window* is the best example of it," he told interviewer Peter Bogdanovich. "Close-up of a man, what he sees; his reaction to it. And that can't be done in any other medium — can't be done in the theater, can't be done in a novel. You put the audience in the mind of a particular character."

The 1954 suspense classic *Rear Window*, based on a short story by American mystery writer Cornell Woolrich, earned Hitchcock his fourth Best Director Academy Award nomination and today stands as one of his most impressively "cinematic" suspense films. James Stewart stars as a globe-trotting news photographer, sidelined by a broken leg and confined to a wheelchair in his sweltering Greenwich Village apartment. To pass the time, he uses his camera's telephoto lens to spy on his neighbors, and begins to suspect that the costume jewelry salesman (Raymond Burr) is sneaking across the courtyard has murdered his invalid wife.



Stewart had not been happy with the 1948 film *Rope*, his only prior association with Hitchcock, but the actor knew he wanted to do *Rear Window* as soon as he had secured writer John Michael Hayes' initial treatment.

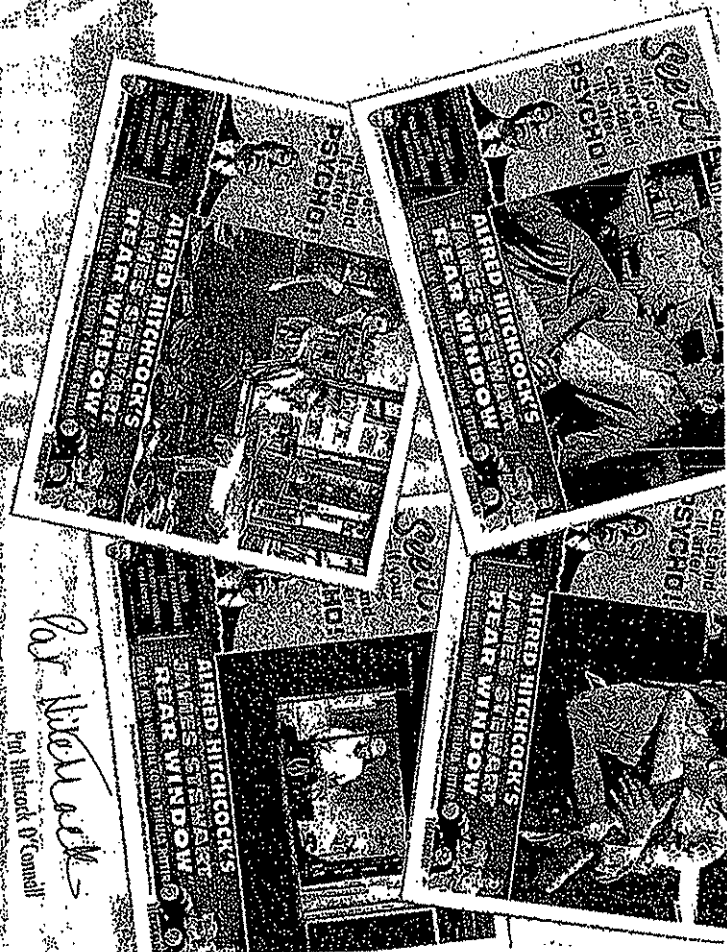
The results of his second collaboration were much more delicious. Hitchcock and Stewart would subsequently team on two more occasions, for 1956's *The Man Who Knew Too Much* and 1958's *Vertigo*, one of the shining credits in both men's long screen careers.

"I was feeling very creative at the time," Hitchcock once said of *Rear Window*. "My batteries were well-charged." Hitchcock shot the film on

a single set, creating a group of nine stories (Stewart and his many neighbors) that, according to the Master of Suspense, "comprise a small universe." At the center of this universe, closely monitoring the comings and goings of his neighbors, is Stewart — sometimes joined by his elegant, very Grace Kelly girlfriend — played by Grace Kelly.

"Sure, he's a snooper, but aren't we all?" Hitch rhetorically asked interviewer François Truffaut. "I bet you that nine out of ten people, if they see a woman across the courtyard undressing or frolicking, or even a man putting around in his room, will stay and look, no one turns away and says, 'It's none of my business.' They could pull down their blinds, but they never do; they stand there and look on with its scenes of nail-biting suspense, first-rate performances and a head-on their time love scenes, *Rear Window* was a financial hit and the recipient of four Academy Award® nominations.

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For Michael
 Paul Hitchcock O'Connell

Exhibit J

***Disturbia* Actor Shia La Boeuf Interview (The Times nwi.com)**

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All grown up, Shia spouts off on 'Disturbia'

BY MOLLY WOULFE

Times Features Writer | Friday, April 13, 2007

Shia LaBeouf cut his acting teeth on Disney's "Even Stevens" series (2000-2003), and the role of quirky Sacramento teen Louis Stevens ("I am making a quality cucumber shake here!") whetted the 14-year-old's appetite for meatier fare. He won critical acclaim in his big-screen debut in "Holes" opposite Sigourney Weaver and Jon Voight (2003).

When his signature series ended in 2003, Shia -- his first name rhymes with "hiya" -- packed his Daytime Emmy and struck out for the reel world. His résumé includes "Charlie's Angles: Full Throttle," "I, Robot" and Disney's little-seen golf flick "The Greatest Game Ever Played."

As the intense L.A. native's 21st birthday looms in June, he is helming his transformation from kiddie star to young leading man via "Disturbia," DreamWorks' high-tech remake of the Hitchcock thriller "Rear Window."

Directed by D.J. Caruso, LaBeouf stars as Kale, 17, a troubled videogame junkie under house arrest for punching a teacher. Bored, Kale begins spying on his neighbors and soon suspects one (David Morse) is a serial killer. Hey, even killers have to live next to someone.

"Even Stevens" fans may be shocked, but their hero cusses, ogles women and tries to steer the girl next door (Sarah Roemer) into bed during the PG-13 thriller. Next on his plate: The sci-fi fantasy "Transformers."

The son of divorced ex-hippies -- his father is a former rodeo clown and recovering heroin addict, his mother, an ex-dancer -- LaBeouf was candid and outspoken in a recent chat with the Chicago press. The print on his shirt -- tiny bees carrying umbrellas -- summed up his let's-get-on-with-it attitude.

Q. Did you plan to make "Disturbia" to transition into more adult roles?

LABEOUF: There's a plan, but none of it's calculated as defined as "'Disturbia': You need to make something like that." It's never that defined.

There's "What have you not done yet? What are you scared to do? Let's do that." If you're not stretching yourself, there's no point to be doing this at all. I was fearful of making a thriller, a suspense thriller, especially one like this, where it's primarily me for most of the film. It's a lot of pressure. (Gleefully) But D.J. is a sick director. He'd never made a PG-13 and it felt like, "OK, This is kind of dangerous. This is fun. This is something I haven't done."

Q. What do you look for in a script?

LABEOUF: It's always the director. The screenplay is secondary for me. You can make a great story out of nothing if a movie's character-driven, someone like Dito Montiel (his director in "A Guide to Recognizing Your Saints") -- If you have a director that's going to let you have freedom and let you be spontaneous and jump around, that's important. That's very important. And a good cinematographer.

Q. Any concerns on remaking a classic like "Rear Window?"

LABEOUF: We did test screenings, 800 test screenings, and we asked everyone 25 and under, "Have you ever seen or heard of 'Rear Window?'" And 99.9 percent of people had not heard of 'Rear Window.' Not even seen it, but not heard of it. So that's a pretty good figure for us!

Q. How did this project come about?

LABEOUF: The creation of this movie came from a conversation between (director) Caruso and (Steven) Spielberg. Caruso wanted to skew toward a young audience and Spielberg wanted to revamp "Rear Window." The dilemma: How to do it without trying to redo Hitchcock and without dising Hitchcock? Critically, you're screwed at the point. Film lovers hate you, and immediately it's a negative situation. So they started taking a bunch of different movies and mixing it up and finding our own version of an old story.

Q. Such as?

LABEOUF: There's aspects of "Say Anything" in our movie, there's aspects of "Straw Dogs," there's aspects of "The Conversation" with all the technology and whatnot, things that "Rear Window" didn't have. We're like a real mish-mosh. He's a real D.J., Caruso.

Q. On breaking away from his squeaky clean Disney image:

LABEOUF: It's why I did something like "Project Greenlight." For me, the whole point of the show -- beyond the movie, beyond the show -- was an opportunity for me to curse as much as possible, to talk about smoking cigarettes, for me to age myself publicly. That was my goal.

Disney Channel is great and all but it's debilitating for an actor -- sort of tonally deaf. It's like it's zoned where it's just one tone, and as an actor, that's crippling. There's nowhere to go. It's like this one constant string of same.

Now again, where Disney was at when I started (on "Even Stevens") and where it's at now are just two different worlds. If you were to have a show on Disney now, you can really have a whole popped-out career. "Hannah Montana," you know? It's immediately the biggest thing for kids, or "High School Musical," where it's on the top of Billboard charts!

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Exhibit K

Promotional Posters and Stills for *Disturbia* & the *Rear Window* film

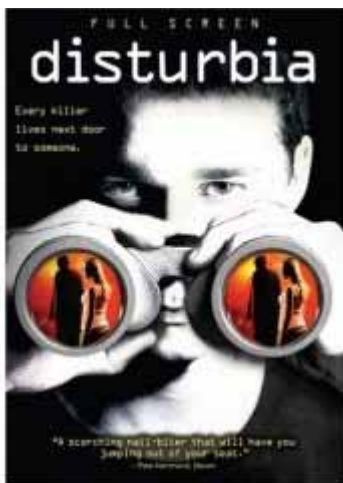
SHELDON ABEND REVOCABLE TRUST

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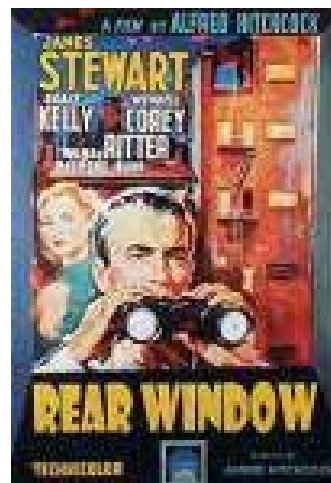
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Disturbia vs. Rear Window

A Picture Comparison



Promotional Movie Poster of Disturbia



Promotional Movie Poster of Rear Window



Kale and Ashley spying on their suspected killer neighbor



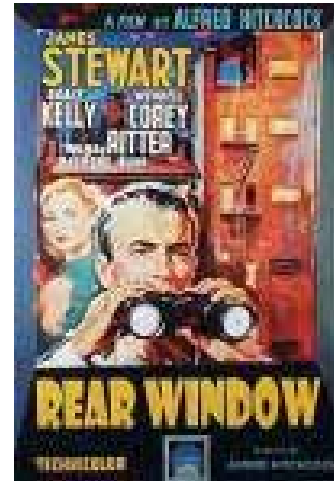
Jefferies and Lisa spying on their suspected killer neighbor

Disturbia vs. Rear Window

A Picture Comparison



Kale looking out the window with a pair of binoculars at night



Jefferies looking out the window with a pair of binoculars at night



Kale holding up a camera to his face



Jefferies holding up a camera to his face

Disturbia vs. Rear Window

A Picture Comparison



Photo Scene



Photo Scene



Kale on the phone



Jefferies on the phone

Disturbia vs. Rear Window

A Picture Comparison



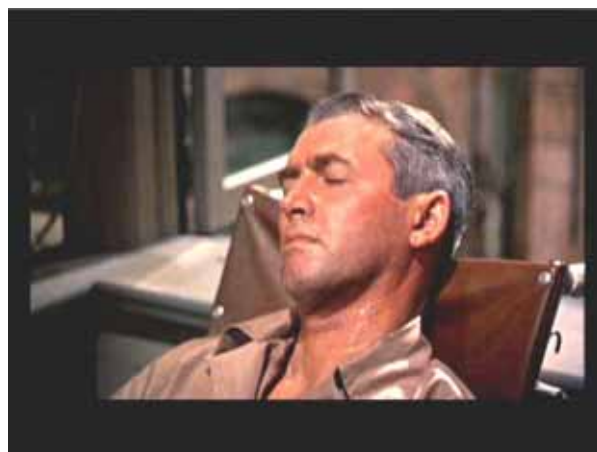
Kale scratching an itch



Jefferies scratching an itch



Kale falling asleep on duty



Jefferies falling asleep on duty

Disturbia vs. Rear Window

A Picture Comparison



Kale & Ashley sitting & talking in Kale's room,
where most of the movie takes place



Jefferies & Lisa sitting & talking in Jefferies'
room, where most of the movie takes place



Kale watching sexy neighbors



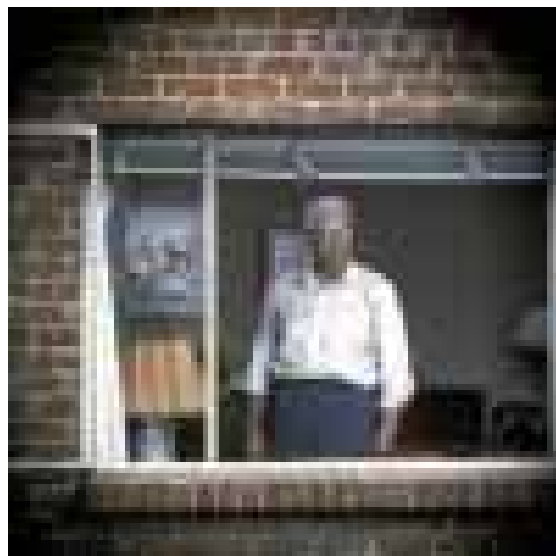
Jefferies watching sexy neighbors

Disturbia vs. Rear Window

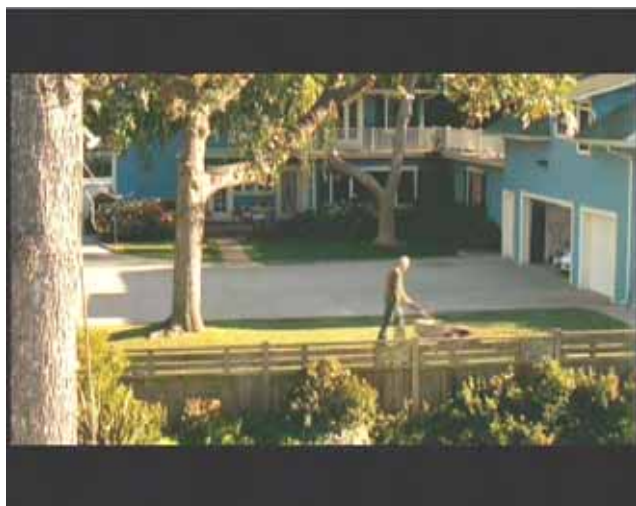
A Picture Comparison



Turner, the suspected killer neighbor



Thorwald, the suspected killer neighbor



Suspect gardening



Suspect gardening